

JAN 22 '10

9-00 AM

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January 22, 2010

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Contract 3-8595 Rider 1

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of December 21, 2009, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor: American Railcar Leasing LLC
620 North Second Street
St. Charles, Missouri 63301

[Lessee: Jones-Hamilton Co.
30354 Tracy Road
Walbridge, OH 43465]

A description of the railroad equipment covered by the enclosed document is:

34 railcars: SHPX 209448 - SHPX 209481.

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a long horizontal stroke extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

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MEMORANDUM OF LEASE

Surface Transportation Board

This Memorandum of Lease is prepared and filed by American Railcar Leasing LLC, a Delaware limited liability company, on behalf of (i) itself as lessor and/or as assignee of ACF Industries, Incorporated, ACF Industries LLC, American Railcar Industries, Inc., and/or ACF Acceptance LLC as the sole member of various ACF Acceptance entities, and/or (ii) as manager for one or more of the following affiliated lessors: ARI First LLC, ARI Second LLC, ARI Third LLC, ARL II Funding LLC and Shippers Third LLC, all with respect to Jones-Hamilton Co., a Ohio Corporation ("Lessee").

American Railcar Leasing LLC (as assignor or lessor, herein, "Lessor") and Lessee have entered into that certain Master Service Contract, dated 1/30/08, as identified on Schedule A (as amended, changed, assigned, modified and supplemented from time to time, together with any schedules and exhibits thereto, the "Lease"), pursuant to which Lessee leased the railcars listed on Schedule A attached hereto from Lessor on the terms and conditions set forth therein, and from time to time may lease other railcars bearing the reporting marks SHPX and/or ACFX.

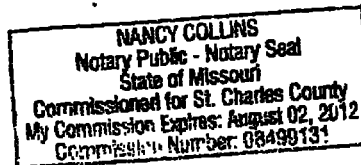
This Memorandum of Lease is prepared for registration purposes and is not intended to amend the terms and conditions of the Lease.

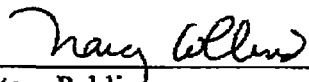
AMERICAN RAILCAR LEASING LLC

By: 
Name: Brian Evdo
Title: VP – Business Development

STATE OF MISSOURI)
) ss.:
COUNTY OF ST. CHARLES)

On this 21st day of Dec., 2009, before me, personally appeared Brian Evdo, to me personally known, who being by me duly sworn, says that he resides at St. Charles, Missouri and is the VP – Business Development of American Railcar Leasing LLC, that said instrument was signed on the date hereof on behalf of said company by authority of its governing body; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.




Notary Public
My commission expires on 8/2/2012

Schedule A

Equipment

Jones-Hamilton Co.

Contract 3-8595 rider 1

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	SHPX	209448
	Tank	SHPX	209449
	Tank	SHPX	209450
	Tank	SHPX	209451
	Tank	SHPX	209452
	Tank	SHPX	209453
	Tank	SHPX	209454
	Tank	SHPX	209455
	Tank	SHPX	209456
	Tank	SHPX	209457
	Tank	SHPX	209458
	Tank	SHPX	209459
	Tank	SHPX	209460
	Tank	SHPX	209461
	Tank	SHPX	209462
	Tank	SHPX	209463
	Tank	SHPX	209464
	Tank	SHPX	209465
	Tank	SHPX	209466
	Tank	SHPX	209467
	Tank	SHPX	209468
	Tank	SHPX	209469
	Tank	SHPX	209470
	Tank	SHPX	209471
	Tank	SHPX	209472
	Tank	SHPX	209473
	Tank	SHPX	209474
	Tank	SHPX	209475
	Tank	SHPX	209476
	Tank	SHPX	209477
	Tank	SHPX	209478
	Tank	SHPX	209479
	Tank	SHPX	209480

Schedule A

Equipment

Jones-Hamilton Co.

Contract 3-8595 rider 1

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
34	Tank	SHPX	209481

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

1/22/2010



Robert W. Alvord